

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE FACEBOOK, INC., IPO SECURITIES AND  
DERIVATIVE LITIGATION

MDL No. 12-2389 (RWS)

This document relates to the  
Consolidated Nasdaq Actions

No. 12-cv-4054	No. 12-cv-4600
No. 12-cv-4200	No. 12-cv-4716
No. 12-cv-4201	No. 12-cv-5549
No. 12-cv-4315	No. 12-cv-5630
No. 12-cv-4403	No. 12-cv-6882

**PLEADING IN INTERVENTION FOR LIMITED PURPOSES**

1. The intervenors are Morgan Stanley & Co. LLC; J.P. Morgan Securities LLC; Goldman, Sachs & Co.; Merrill Lynch, Pierce, Fenner & Smith Incorporated; Barclays Capital Inc.; Allen & Company LLC; Citigroup Global Markets Inc.; Credit Suisse Securities (USA) LLC; Deutsche Bank Securities Inc.; RBC Capital Markets LLC; Wells Fargo Securities, LLC; Blaylock Robert Van LLC; BMO Capital Markets Corp.; C.L. King & Associates, Inc.; Cabrera Capital Markets, LLC; CastleOak Securities, L.P.; Cowen and Company, LLC; E\*TRADE Securities LLC; Itaú BBA USA Securities, Inc.; Lazard Capital Markets LLC; Lebenthal & Co., LLC; Loop Capital Markets LLC; M.R. Beal & Company; Macquarie Capital (USA) Inc.; Muriel Siebert & Co., Inc.; Oppenheimer & Co. Inc.; Pacific Crest Securities LLC; Piper Jaffray & Co.; Raymond James & Associates, Inc.; Samuel A. Ramirez & Company, Inc.; Stifel, Nicolaus & Company, Incorporated; The Williams Capital Group, L.P.; and William Blair & Company, LLC (collectively, the “Underwriter Intervenors”).

2. The Underwriter Intervenors file this Pleading in Intervention for Limited Purposes against (1) Lead Plaintiffs in the Nasdaq Action: T3 Trading Group, LLC, Avatar Securities, LLC, Phillip Goldberg, Steve Jarvis, Atish Gandhi, Colin Suqman, Meredith Bailey and Faisal Sami and (2) the Nasdaq Defendants: The NASDAQ OMX Group, Inc., The NASDAQ Stock Market LLC, Robert Greifeld, and Anna M. Ewing.

3. The Underwriter Intervenors expressly adopt and incorporate herein all statements in the Memorandum of Law in Support of the Underwriter Defendants' Motion to Intervene.

4. The intervention of the Underwriter Intervenors is necessary to protect their rights to a judgment reduction under the Private Securities Litigation Reform Act of 1995, 15 U.S.C. § 78u-4(f)(7)(B), New York General Obligations Law § 15-108, and any other applicable law.

5. The intervention of the Underwriter Intervenors is also necessary to protect their rights to make claims against the Nasdaq Defendants.

**PRAYER FOR RELIEF**

- a) The Underwriter Intervenors should be granted leave to intervene for the limited purposes set forth above.
- b) The Court should order such other and further relief as is just and appropriate.

Dated: New York, New York  
September 11, 2015

By: /s/ James P. Rouhandeh  
James P. Rouhandeh  
Charles S. Duggan  
Andrew Ditchfield

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